

MEMORANDUM OF ASSOCIATION

OF

CHAVDA INFRA LIMITED

I. The name of the company "Chavda Infra Limited".

II. The registered office of the Company will be situated in the State of Gujarat within the jurisdiction of the Registrar of Companies, Ahmedabad.

III. (a) The objects to be pursued by the company on its incorporation are :


1. To undertake and/or direct in India or elsewhere all type of construction and the maintenance of and to acquire by purchase, lease, exchange, hire and otherwise, land, properties, buildings, roads, dam, bridges, and estates of any tenure of any interest therein to sell, lease, let, mortgage and otherwise dispose of the same and to purchase, construct and sell for self or for any person freehold or leasehold lands, house properties, buildings, offices, factories, workshops, godowns, Agriculture Land and any kind of landed properties or any share/interests therein and to carry on the business of land and estate agents on commission or otherwise without commission, to carry on the business and act as builders, Contractor promoters, organizers and developers of land, estate, properties, roads, dams, bridges, excavations, housing scheme, shopping-office complexes, townships, green house, Agriculture land, resorts, hotels, motels and to deal with and improve such properties either as owner or as agents.

III. (b) Matters which are necessary for furtherance of the objects specified in clause III(a) are:

1. To acquire, build, construct, improve, develop, give or take in exchange or lease, rent, hire, occupy, allow, control, maintain, operate, run, sell, dispose of, carry out or alter as may be necessary or convenient any lease-hold or freehold lands, movable or immovable properties including buildings, workshops, warehouses, stores, easements or other rights, machineries, plant, work, stock-in-trade, industrial colonies, conveniences together with all modern amenities and facilities such as housing, schools, hospitals, water supply, sanitation, townships and other facilities or properties which may seem calculated directly or indirectly to advance the Company's objects and interest either in consideration of a gross sum or a rent charged in cash or services.

2. To apply for, purchase, acquire and protect, prolong and renew in any part of the world any patents, patent rights, brevets d'invention, licences, protections and concessions which may appear likely to be advantageous or useful to the Company and to use and turn to account and grant licences or privileges in respect of the same and to spend money in experimenting upon and testing and improving or seeking to improve any patents, inventions or rights which the Company may acquire or proposes to acquire.

3. To establish, provide, maintain and conduct or subsidise research laboratories and experimental workshops for scientific and technical researches, experiments and tests of all kinds and devices and/or to sponsor or draw out programmes for promoting scientific, technical, social, economic and educational research and development and assist in the

CHAVDA INFRA LIMITED

DIRECTOR

CHAVDA INFRA LIMITED

DIRECTOR

execution and promotion of such programmes either directly or through an independent agency or in any other manner, directly or indirectly and to secure such approvals, exemptions and/or recognitions under the Income Tax Act, 1961 and any other law for the time being in force and to promote studies and researches both scientific and technical investigations, endowing or assisting laboratories, workshops, libraries, lectures, meetings and conferences and by providing or contributing to the award of scholarships, prizes, grants to students and generally to encourage, promote inventions of any kind that may be considered useful to the Company.

4. To form, incorporate, promote, purchase, acquire, undertake or takeover, the whole or any part of the business, profession, goodwill, assets, properties (movable or immovable), contracts, agreements, rights, privileges, effects, obligations and liabilities of any persons, firm, LLP or company or companies carrying on all or any of proposing to carry on or ceasing to carry on any business, profession or activities which the Company is authorised to carry on or the acquisition of all or any of the properties, rights and assets of any company or subject to the provisions of the Companies Act, 2013, the control and management of the company or the undertaking of the acquisitions of any other object or objects which in the opinion of the Company could or might directly or indirectly be beneficial or advantageous to the Company and to pay all or any of the costs and expenses incurred in connection with any such promotion or incorporation or takeover or acquisition and to remunerate any person, firm or company in any manner it shall think fit for services rendered or to be rendered for and in respect of such promotion or incorporation or takeover or acquisition or in obtaining subscriptions for or the placing of any shares, stocks, bonds, debentures, obligations or securities of any such company or companies, subject to the provisions of the Companies Act, 2013.

5. Subject to the provisions of applicable law to procure registration, incorporation or recognition of the Company in any country, state or place and to establish and regulate agencies for the purpose of the Company's business and to apply or join in applying to any parliament, local government, municipal or other authority or body, Indian or foreign, for any rights or privileges that may seem conducive to the Company's objects or any of them and to oppose any bills, proceedings or applications which may seem calculated directly or indirectly to prejudice the Company's interest.

6. To enter into partnership or any arrangement for sharing or pooling profits, amalgamations, union of interest, co-operation, joint venture, reciprocal concessions or to amalgamate with any person or company carrying on or engaged in or about to carry on or engaged in any business, undertaking or transactions which this Company is authorised to carry on or engaged in any business, undertaking or transactions which may seem capable of being carried on or conducted so as directly or indirectly, to benefit the Company.

7. To acquire or amalgamate, absorb or merge with any other company or companies or to form, promote subsidiaries having objects altogether or in part similar to those of this Company.

CHAVDA INFRA LIMITED

DIRECTOR

CHAVDA INFRA LIMITED

DIRECTOR

8. To manage, sell, dispose of, let, mortgage, exchange, redeem, underlet, grant leases, licences, easements or turn to account or otherwise dispose of in any manner the whole of the undertaking or any properties (movable or immovable), assets, rights and effects of the Company or any part thereof, on such terms and for such purposes and for such consideration as the Company may think fit and in particular for shares, debentures or securities of any other company having objects altogether or in part similar to those of this Company and in the event of winding up of the Company to distribute among the members in specie or kind any properties or assets of the Company or any proceeds of sale or disposal of any properties of the Company, subject to the provisions of the Companies Act, 2013.

9. To enter into arrangements with any government or authorities municipal, local or any persons or company in India or abroad that may seem conducive to the objects of the Company or any of them and to apply for, secure, acquire, obtain from such government, authorities, persons or company any right, privileges, powers, authority, charters, contracts, licences, concessions, grants, decrees, rights which the Company may think desirable.

10. To pay all costs, charges and expenses incidental to the promotion, formation, registration and establishment of the Company and charges in connection therewith and/or make donations (by cash or other assets) to remunerate all officers of the Company past or present or by way of grant or salary, debentures, stocks or securities or gift or otherwise compensate any person or Company's capital or profits or guarantee, firm, Company assisting to place or guaranteeing the placement of shares, debentures or securities.

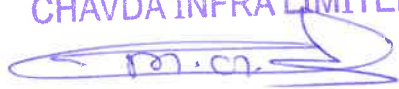
11. To promote or join in the promotion of any companies including subsidiary companies wholly owned or partly owned for the purpose of acquiring all or any of the properties, rights and liabilities of the Company or for any other purposes which may seem directly or indirectly calculated to benefit the Company and to underwrite shares and securities therein.

12. To do all or any of the above things in India or in any part of the world as principals, agents, contractors, trustees and either alone or in conjunction with others.

13. To borrow or raise money or to receive money on deposit or otherwise in such manner as the Company may think fit, for the purpose of financing the business of the Company and in particular by the issue of any bonds, mortgages or debentures charged upon all or any of the Company's property or otherwise including debentures or debenture stock convertible into shares of and into stock of the Company or securities and in particular to secure or postpone or subrogate any secured or floating charge or charge the whole or any part of the property, assets or revenue of the Company present or future, including its uncalled capital and subject also to the provisions of the Companies Act, 2013.

14. To make, draw, accept, endorse, discount, execute, negotiate, assign and issue cheques, promissory notes, drafts, hundies, bonds, railway receipts, bills of exchange, bills of lading, warrants, debentures and other negotiable or transferable instruments.

15. To guarantee the payment of money secured or unsecured by or payable under or in respect of any promissory notes, bonds, debenture stocks, contracts, mortgages, charges, obligations, instruments and securities of any company or of any authority, central, state,

CHAVDA INFRA LIMITED

DIRECTOR

CHAVDA INFRA LIMITED

DIRECTOR

municipal, local or of any person whomsoever whether incorporated or not incorporated and generally to guarantee or become sureties for the performance of any contracts or obligations of any person, firm or company and to guarantee the repayment of loan with interest availed from financial institution/s, banks, private financiers, availed by any person, company, firm, society, trust or body corporate.

16. To guarantee or become liable for the performance of the obligations and the payment of interest on any debentures or securities of any company, corporation or association or a persons in which such guarantees may be considered beneficial or advantageous, directly or indirectly to further the objects of the Company or the interest

17. Subject to the provisions of the Companies Act, 2013 to accumulate funds and to invest or deal in with and invest money belonging to the Company in any deposits, shares, stocks, debentures, debenture-stocks, kinds obligations, or securities by original subscription, participation in syndicates having similar objects and to tender, purchase, exchange and to subscribe for the same and to guarantee the subscription thereof and to exercise and enforce all the rights and powers conferred by or incidental to the ownership thereof.

18. To open and operate current, overdrafts, loan, cash credit or deposit or any other type of accounts with any banks, company, firm, association or person.

19. To establish, continue and support or aid in the establishment of cooperative societies, association and other institutions, funds, trusts, amenities and conveniences calculated to benefit or indemnify or insure employees or ex-employees of the Company or directors or ex-directors of the Company or the dependants or connections of such persons and at its discretion to construct, maintain, buildings, houses, dwelling or chawls or to grant bonus, pensions and allowance and to make payments towards insurance and to pay for charitable or benevolent objects, also to remunerate or make donations by cash or other assets or to remunerate by the allotment of shares credited as fully or partly paid for services rendered or to be rendered in placing or assisting to place any shares in the Company's capital or any debentures, debenture-stock or other securities of the company in or about the formation or promotion of the Company or for the conduct of its business.

20. To establish, continue and support or aid in the establishment of cooperative societies, association and other institutions, funds, trusts, amenities and conveniences calculated to benefit or indemnify or insure employees or ex-employees of the Company or directors or ex-directors of the Company or the dependants or connections of such persons and at its discretion to construct, maintain, buildings, houses, dwelling or chawls or to grant bonus, pensions and allowance and to make payments towards insurance and to pay for charitable or benevolent objects, also to remunerate or make donations by cash or other assets or to remunerate by the allotment of shares credited as fully or partly paid for services rendered or to be rendered in placing or assisting to place any shares in the Company's capital or any debentures, debenture-stock or other securities of the company in or about the formation or promotion of the Company or for the conduct of its business.

CHAVDA INFRA LIMITED

DIRECTOR

CHAVDA INFRA LIMITED

DIRECTOR

21. To undertake, carry out, promote and sponsor or assist any activity for the promotion and growth of national economy and for the discharging of social and moral responsibilities of the Company to the public or any section of the public as also any activities to promote national welfare or social, economic and without prejudice to the generality of the foregoing, undertake, carry out, promote and sponsor any activities for publication of any books, literature, news-papers or for organising lectures or seminars likely to advance these objects or for giving merit awards or scholarships, loans or any other assistance to deserving students or other scholars or persons to enable them to prosecute their studies or academic pursuits or researches and for establishing, conducting or assisting any institution, funds or trusts having any one of the aforesaid objects as one of its objects by giving donations and/or contributions, subsidies and/or grants or in any other manner.

22. To donate, gift, contribute, subscribe, promote, support or aid or assist or guarantee money to charitable, benevolent, religious, scientific, national, public or to other institutions, funds or objects, or for any public, general or other objects and to accept gifts, bequests devices and donations from any firm, company or persons as may be thought appropriate or conducive to the interest of the Company.

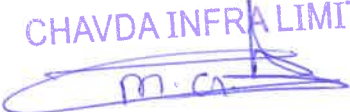
23. To create any depreciation fund, reserve funds, sinking fund, insurance fund or any other special fund whether for depreciation or for repairing, improving, extending or maintaining any of the properties of the Company or for redemption of debentures, redeemable preference shares or gratuity or pension or for any other purpose conducive to the interest of the Company.


24. Subject to Section 52 of the Companies Act, 2013, to place, reserve, distribute, as dividend or bonus or to apply as the Company may from time to time determine any moneys received in payment of dividend or money arising from the sale of forfeited shares or any money received by way of premium on shares or debentures issued at a premium by the Company.

25. To engage, employ, train either in India or elsewhere, suspend and dismiss any agents, managers, superintendents, assistants, clerks, coolies, other employees and to remunerate any such persons at such rate as shall be thought fit and to grant pensions or gratuities to any such persons or their widows or children and generally do provide for the welfare of the employees.

26. To refer or agree to refer any claims, demands, disputes or any other questions by or against Company or in which the Company is interested or concerned and whether between the Company and the member or members or his or their representatives or between the Company and third party to arbitration in India or at any place outside India and to observe, perform and to do all acts, deeds, matters and things to carry out or enforce the awards.

27. To use trademarks, trade names for the business activities, products and goods and adopt such names of kind known to the business and products in which Company is dealing as may

CHAVDA INFRA LIMITED

DIRECTOR

CHAVDA INFRA LIMITED

DIRECTOR

seem expedient and in particular by advertising on radio, television, newspapers, magazines, periodicals, circulars, by opening stalls and exhibitions, by publication of books and periodicals, by distributing samples and by granting prizes, rewards and awards.

28. To undertake the payment of all rent and the performance of all covenants, contracts, conditions and agreements contained in and reserved by any lease that may be granted or assigned to or acquired by the Company.

29. To become members of or to enter into any agreement with any institution, association or company carrying on or which may carry on research and other scientific work of investigation in connection with any business of Company or other trades or industries allied therewith or ancillary thereto and to acquire shares in any such institutions, association or company and contribute towards the capital or funds, thereof.

30. To undertake and execute any trust which may be beneficial to the Company directly or indirectly.

31. To ensure properties, assets, undertakings, contracts, guarantees, liabilities, risks or obligations of the Company of every nature and kind.

32. To receive donations, gifts, contributions, subsidies, grants and other mode of receipts of money for the furtherance of the objects of the Company.

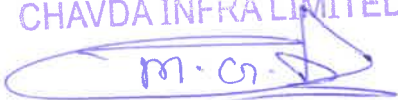
33. To invest the funds of the Company not immediately required in Government or Semi Government corporations, companies or firms.

34. To pay a share in the profit of the Company or commission to brokers, sub-agents, agents or any other company, firm or person including the employees of the Company as may be thought fit for services rendered to the Company.

35. To employ experts, to investigate and examine into the conditions, prospects, value, character and circumstances of any business concerns and undertaking and generally of any assets, concessions, properties and/or rights.

36. To open and establish, maintain and to discontinue in India or overseas any offices, branch offices, regional offices, trade centres, exhibition centres, liaison offices and to keep local or resident representatives in any part of the world for the purpose of promoting the business of the Company.

37. To enter into arrangement for technical collaboration and/or other form of agreement including capital participation with a foreign or Indian company for the purpose of manufacture, quality control and product improvements and for marketing of the products which the Company is empowered to manufacture and/or market and to pay or receive for such technical assistance or collaborations, royalties or other fees in cash or by allotment of shares of the Company credited as paid up or issue of debentures or debenture-stock, subject to the provisions of laws for the time being in force.

CHAVDA INFRA LIMITED

DIRECTOR

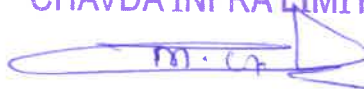
CHAVDA INFRA LIMITED

DIRECTOR

IV. The liability of the member(s) is limited and this liability is limited to the amount unpaid, if any, on the shares held by them.

*V. The authorized share capital of the company is Rs. 35,00,00,000 (Rupees Thirty-Five Crores Only) divided into 3,50,00,000 (Three Crores Fifty Lakhs Shares Only) equity shares of Rs. 10 (Rupees One) each.

* Authorised Capital is being increased from Rs. 25,00,00,000 to Rs. 35,00,00,000 vide passing ordinary resolution passed through postal ballot on 08th January, 2026

CHAVDA INFRA LIMITED

DIRECTOR

CHAVDA INFRA LIMITED

DIRECTOR